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McBride Baker & Coles
Our Reference: 75353-00006

UNITED STATES PATENT AND TRADEMARK OFFICE
DECLARATION, AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

System and Method for Using an Ordinary Article of Commerce to Access a Remote Computer

the specification of which (check only one item below):

[x] is attached hereto.

[] was filed as United States application Serial No. _____ on _____, and was amended on or through _____ (if applicable).

[] was filed as PCT international application Number _____ on _____, and was amended under PCT Article 19 on _____ (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above. I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, §1.56(a).

I hereby claim foreign priority benefits under Title 35, United States Code, §119 of any foreign application(s) for patent or inventor's certificate or of any PCT international application(s) designating at least one country other than the United States of America listed below and have also identified below any foreign application for patent or inventor's certificate or any PCT international application(s) designating at least one country other than the United States of America filed by me on the same subject matter having a filing date before that of the application on which priority is claimed:

Priority Claimed: [] Yes [] No

Prior Foreign/PCT Application(s) and any Priority Claims Under 35 U.S.C. §119:

(Number)	(Country)	(Day/Mo/Yr Filed)
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I hereby claim the benefit under Title 35, United States Code, §120 of any United States application(s) or PCT international application(s) designating the United States of America listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior application(s) in the manner provided by the first paragraph of Title 35, United States Code, §112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, §1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

SENT BY:MCBRIDE BAKER & C

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Page 2 of 2

Prior U. S. Application(s) or PCT International Application(s) Designating the U.S. for Benefit Under 35 U.S.C. §120:

60/000,442 **June 20, 1995** **Pending**
(Application S.N.) **(Filing Date)** **(Status: patented, pending, abandoned)**

POWER OF ATTORNEY:

I hereby appoint Andrew R. Basile, Jr. (Reg. No. 35,438) as my attorney, with full power of substitution, to prosecute this application and to transact all business in the United States Patent and Trademark Office connected therewith.

Send all correspondence to:

**Andrew R. Basile
McBride Baker & Cales
500 W. Madison, Suite 4000
Chicago, Illinois 60661**

Telephone inquiries may be directed to Andrew R. Basile at (312) 715-5743 or basile@mbc.com (email).

DECLARATION:

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under §1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Sols or First Inventor

Full Name: Frank C. Hudetz
Citizenship: USA
Residence: 2241 Edgebrook Drive, Lisle, Illinois 60532
Post Office Address: 2241 Edgebrook Drive, Lisle, Illinois 60532

X

Inventor's Signature

Frank C. Buder

Date:

9/29/95

Second Inventor

Full Name: Peter R. Hindetz
Citizenship: USA
Residence: 24905 Pine Cone Lane, Plainfield, Illinois 60544
Post Office Address: 24905 Pine Cone Lane, Plainfield, Illinois 60544

X

Inventor's Signature

D. R. H. B.

211

9/27/25

Practitioner's Docket No. 75353-00-006

PATENT

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of: Hudetz, Frank C.; Hudetz, Peter R.
Application No.: 08/538,365 Group No.: 2302
Filed: 10/03/95 Examiner: D. Pan
For: SYSTEM AND METHOD FOR USING AN ORDINARY ARTICLE OF
COMMERCE TO ACCESS A REMOTE COMPUTER

Assistant Commissioner for Patents
Washington, D.C. 20231

**POWER OF ATTORNEY BY ASSIGNEE OF ENTIRE INTEREST
(REVOCATION OF PRIOR POWERS)**

As assignee of record of the entire interest of the above identified application,

REVOCATION OF PRIOR POWERS OF ATTORNEY

all powers of attorney previously given are hereby revoked and

NEW POWER OF ATTORNEY

the following practitioner is hereby appointed to prosecute and transact all business in the Patent and Trademark Office connected therewith.

Anthony R. Barkume, Registration No. 33,831

SEND CORRESPONDENCE TO:

Anthony R. Barkume, Esq.
Anthony R. Barkume, P.C.
14 South Main Street
Suite 200
Sayville, NY 11782

DIRECT TELEPHONE CALLS TO:

Anthony R. Barkume
(516) 244-3503

ASSIGNEE STATEMENT

Attached to this power is a "STATEMENT UNDER 37 C.F.R. 3.73(b)."

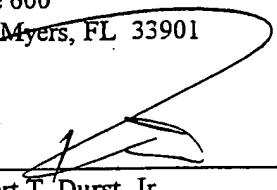
Respectfully submitted;

NeoMedia Technologies, Inc
2201 Second Street
Suite 600
Fort Myers, FL 33901

Date

1/14/89

By:



Robert T. Durst, Jr.
Executive Vice President and Chief Technology Officer

Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Frank C. Hudetz et al.

Application No./Patent No.: 08/538,365 Filed/Issue Date: October 3, 1995

Entitled: SYSTEM AND METHOD FOR USING AN ORDINARY ARTICLE OF COMMERCE TO ACCESS A REMOTE COMPUTER

NeoMedia Technologies, Inc, a Corporation,
 (Name of Assignee) (Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

- the assignee of the entire right, title, and interest; or
- an assignee of an undivided part interest

in the patent application/patent identified above by virtue of either:

A. [] An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the Patent and Trademark Office at Reel _____ Frame _____ or for which a copy thereof is attached.

OR

B. [x] A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: Frank C. Hudetz and Peter R. Hudetz To: Solar Communications, Inc.

The document was recorded in the Patent and Trademark Office at
 Reel 7725 Frame 0890 or for which a copy thereof is attached.

2. From: Solar Communications, Inc. To: NeoMedia Technologies, Inc.

The document was recorded in the Patent and Trademark Office at
 Reel _____ Frame _____ or for which a copy thereof is attached.

3. From: _____ To: _____

The document was recorded in the Patent and Trademark Office at
 Reel _____ Frame _____ or for which a copy thereof is attached.

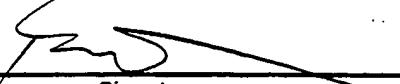
[] Additional documents in the chain of title are listed on a supplemental sheet.

[x] Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the PTO. See MPEP 302-302.8]

The undersigned (whose title is supplied below) is empowered to sign this statement on behalf of the assignee.

1/14/99
 Date


 Signature

Robert T. Durst, Jr.

Typed or printed name

Executive Vice President and Chief Technology Officer

Title

SENT BY: MCBRIDE BAKER & COLE 9-29-95 :12:46PM :

29350+

17089835773;# 4

McBride Baker & Cole
Attorney Docket No. 73353-00006

ASSIGNMENT

Serial No. 08/538,365
Filed: October 3, 1995

In consideration of One Dollar and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned inventor, or each inventor if more than one, hereby assigns to SOLAR COMMUNICATIONS, INC., an Illinois corporation, its successors and assigns (hereinafter called "said assignee"), the entire right, title and interest in the invention or improvement(s) (hereinafter called "said invention") of the undersigned disclosed in an application for Letters Patent of the United States, entitled SYSTEM AND METHOD FOR USING AN ORDINARY ARTICLE OF COMMERCE TO ACCESS A REMOTE COMPUTER, executed by the undersigned on the same day as this Assignment, and in said application and any and all other applications for United States Letters Patent, which the undersigned may file, either solely or jointly with others; on said invention or improvements, and in any and all Letters Patent of the United States which may be obtained on any of said applications, and in any reissue or extension thereof.

The undersigned hereby authorizes and requests the Commissioner of Patents to issue said Letters Patent to said assignee.

The undersigned hereby authorizes and requests the attorneys of record in said application to insert in this assignment the date and serial number of said application.

For said consideration, the undersigned hereby agrees, upon the request and at the expense of said assignee, to execute any divisional, continuation or substitute application for said invention or improvements, and any oath, declaration or affidavit relating thereto, and any application for the reissue or extension of any Letters Patent that may be granted upon said application, and, in the event of any application or Letters Patent assigned herein becoming involved in Interference, to cooperate to the best of the ability of the undersigned in the matters of preparing and executing the preliminary statement and giving and producing evidence in support thereof. The undersigned agrees to perform, upon request, any affirmative acts to obtain said Letters Patent of the United States and vest in said assignee all rights therein, whereby said Letters Patent will be held and enjoyed by said assignee, to the full end of the term for which said Letters Patent may be granted as fully and entirely as the same would have been held and enjoyed by the undersigned if this assignment had not been made.

And for said consideration, the undersigned hereby assigns to said assignee the entire right, title and interest in said invention or improvements for all foreign countries, including all priority rights under the International Convention, and agrees to execute, at the request of said assignee, all documents in connection with any application for foreign letters patent therefor.

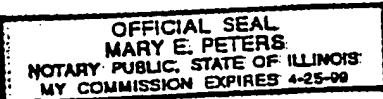
X 9/29/95
(Date)

Frank C. Hudetz
Frank C. Hudetz

X 9/29/95
(Date)

Peter R. Hudetz
Peter R. Hudetz

STATE OF ILLINOIS)
)
COUNTY OF Dodge)
)
ss.



Before me, a Notary Public in and for the County and State aforesaid, appeared Frank C. Hudetz and Peter R. Hudetz, to me personally known to be the signor, or signors, of the foregoing instrument, and acknowledged execution of said instrument as a free and voluntary act for the uses and purposes therein expressed.

Mary E. Peters
Notary Public

ASSIGNMENT

THIS ASSIGNMENT ("*Assignment*") is made and entered into as of December 31, 1998 ("*Effective Date*") by Solar Communications, Inc., an Illinois corporation having its principal place of business at 1120 Frontenac Road, Naperville IL 60563-1799 ("Solar") and NeoMedia Technologies, Inc., a Delaware corporation having its principal place of business at 2201 Second Street, Suite 600, Fort Myers FL 33901-3083 ("NeoMedia").

WHEREAS, Solar is the owner of the patent applications identified on Schedule 1 (the "*Patent Applications*");

WHEREAS, Solar desires to sell and NeoMedia desires to purchase all right, title and interest in and to the Patent Applications;

NOW THEREFORE, for good and valuable consideration of Five Dollars (\$5.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Solar hereby assigns, conveys and transfers to NeoMedia and its successors and assigns all right, title and interest of every kind throughout the world in and to the Patent Applications, including:

- (a) any continuation, continuation-in-part, divisional, re-examination, reissue or other applications that may be based on or claim priority from any of the Patent Applications and any patents that may be issued thereon; including any reissues, renewals, certificates of corrections or extensions that may be granted in connection with such patents;
- (b) all rights to the inventions disclosed in the Patent Applications in all countries of the world, including the right to file applications and obtain patents for said inventions in its own name in such countries, including but not limited to all rights of priority in such countries under the terms of the International Convention for the Protection of Industrial Property or the Patent Cooperation Treaty, and
- (c) the right to sue for past infringement of the Patents.

Solar hereby authorizes the Commissioner of Patents and Trademarks to issue any patent granted on the Patent Applications to NeoMedia. Solar hereby represents and warrants that it has not executed and will not execute any instrument inconsistent with the rights granted to NeoMedia herein, and it hereby binds itself and its successors and assigns to execute any and all papers and instruments and to do any and all acts which may be necessary or required by NeoMedia in order to carry into full force and effect this Assignment, and Solar further represents and warrants that it hereby binds itself and its successors and assigns to communicate at any time, upon request by NeoMedia, any facts relating to the said inventions and the history thereof known to it, and that it will testify as to the same in any interference to obtain or any

other litigation to enforce the patent or patents which may be granted for said inventions when requested to do so by NeoMedia. At NeoMedia's request, Solar agrees to promptly execute duplicate copies of this Assignment or similar documents as may be required for the purpose of recordation in jurisdictions outside the United States, provided, if applicable, such duplicate copies bear the legend "Duplicate."

Solar Communications, Inc.

By: P. Hudetz
Its: President

December 31, 1998
Date of Execution

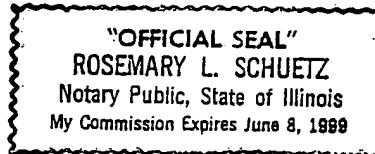
STATE OF ILLINOIS)

)

COUNTY OF COOK)

On this 31st day of December, 1998, before me appeared Peter R. Hudetz, the person who signed this instrument, who acknowledged that he signed it as a free act.

Rosemary L. Schuetz
Notary Public



SCHEDULE I

TO THE ASSIGNMENT DATED DECEMBER 31, 1998,
FROM SOLAR COMMUNICATIONS, INC.
TO NEOMEDIA TECHNOLOGIES, INC.

(i) Provisional Patent Application Ser. No. 60/000,442, filed June 20, 1995; (ii) U.S. Patent Application Ser. No. 08/538,365, filed October 3, 1995; (iii) PCT International Patent Application Ser. No. PCT/US 96/10592, filed June 19, 1996; (iv) European Patent Application Ser. No. 96923352.7; and (v) any other patent applications owned by Solar or its affiliates relating to the subject matter of the foregoing.

A handwritten signature, likely belonging to a representative of Neomedia Technologies, Inc., is placed here. The signature is written in black ink and appears to read "P. W." followed by a stylized surname.